

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF NEW JERSEY

FEE APPLICATION COVER SHEET  
FOR THE PERIOD JUNE 1 TO JUNE 30, 2023

Debtor: LTL Management LLC

Applicant: **Blake, Cassels & Graydon LLP**

Case No.: 23-12825-MBK

Client: LTL Management LLC (“LTL”)

Chapter: 11

Case Filed: April 4, 2023 (the “Petition Date”)

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SECTION 1  
FEE SUMMARY

☐ Interim Fee Application No. \_\_\_\_\_ or ☐ Final Fee Application

Summary of Amounts Requested for the Period from June 1 to 30, 2023 (the “Third Statement Period”).

|                               |                    |
|-------------------------------|--------------------|
|                               | CAD                |
| Total Fees:                   | \$55,176.40        |
| Total Disbursements:          | \$0.00             |
| Total Fees and Disbursements: | \$55,176.40        |
| Minus 20% Holdback of Fees:   | (\$11,035.28)      |
| Amount Sought at this Time:   | <b>\$44,141.12</b> |

|   | <u>FEES</u>   | <u>EXPENSES</u> |
|---|---------------|-----------------|
| Total Previously Requested:                   | \$210,894.70  | \$1,260.00      |
| Total Allowed to Date:                        | \$0.00        | \$0.00          |
| Total Retainer (If Applicable) <sup>1</sup> : |               |                 |
| Total Holdback (If Applicable):               | (\$42,178.94) | \$0.00          |
| Total Received by Applicant <sup>2</sup> :    | \$0.00        | \$0.00          |

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<sup>1</sup> Reconciliation of the pre-dismissal amounts and post-dismissal amounts received from LTL will be provided in Blakes’ First Interim Fee Application.

<sup>2</sup> Payment of the permitted 80% of fees and 100% of disbursements is anticipated to be deducted from the pre-dismissal amounts and post-dismissal amounts once the objection period for the relevant monthly fee statement has expired.

| <b>Name of Professional &amp; Title</b>                                | <b>Year Admitted</b> | <b>Hours</b> | <b>Rate (CAD)</b> | <b>Fees (CAD)</b> |
|--|----------------------|--------------|-------------------|-------------------|
| Gordon McKee<br>Partner, Litigation & Dispute Resolution (Toronto)     | 1988                 | 4.2          | \$1,070.00        | \$4,494.00        |
| Linc Rogers<br>Partner, Restructuring & Insolvency (Toronto)           | 2000                 | 15.4         | \$913.00          | \$14,060.20       |
| Karine Russell<br>Partner, Litigation & Dispute Resolution (Vancouver) | 2009                 | .8           | \$675.00          | \$540.00          |
| Caitlin McIntyre<br>Associate, Restructuring & Insolvency (Toronto)    | 2017                 | 46.2         | \$664.00          | \$30,767.80       |
| Nancy Thompson<br>Law Clerk, Restructuring & Insolvency (Toronto)      | N/A                  | 14.3         | \$378.00          | \$5,405.40        |

|   |  |  |  |                 |
|---|--|--|--|-----------------|
| <b>Blended Hourly Rate:</b><br>[Excluding Nancy Thompson and Filing Clerks] |  |  |  | <b>\$747.31</b> |
|---|--|--|--|-----------------|

**SECTION II  
SUMMARY OF SERVICES**

| SERVICES RENDERED   | HOURS       | FEES (CAD)         |
|---|-------------|--------------------|
| 1. <b>Litigation Consulting: CCAA Recognition Proceeding</b><br>Providing consulting and expert witness services related to various bankruptcy matters such as insolvency, feasibility, avoiding actions; forensic accounting, etc. | 58.8        | \$42,118.70        |
| 2. <b>Fee and Retention Application</b><br>Preparation of employment and fee applications for self or others; motions to establish interim procedures   | 22.1        | \$13,057.70        |
| 3. <b>Litigation: Canadian Actions</b><br>Other than Avoidance Action Litigation  |             |                    |
| 8. <b>Litigation: General / All Class Actions</b><br>Other than Avoidance Action Litigation   |             |                    |
| <b>SERVICE TOTALS:</b>  | <b>80.9</b> | <b>\$55,176.40</b> |

*Note: Fees for No. 3 are allocated 33.33% to LTL and 66.67% to J&J, which allocation is reflected in the breakdown of amounts set out on page 1*

**SECTION III  
SUMMARY OF DISBURSEMENTS**

| <b>Matter No.</b> | <b>DISBURSEMENTS</b>        | <b>AMOUNT (CAD)</b> |
|-------------------|-----------------------------|---------------------|
|                   | N/A                         |                     |
|                   |                             |                     |
|                   |                             |                     |
|                   | <b>DISBURSEMENTS TOTALS</b> |                     |

*Note: Disbursements for matter No. 3 are allocated 33.33% to LTL and 66.67% to J&J, which allocation is reflected in the breakdown of amounts set out on page 1*

**SECTION IV  
CASE HISTORY**

1. Date of Retention: June 15, 2023, effective as of the Petition Date [Dkt. 791] (the “Retention Order”).<sup>3</sup>
2. Summary explaining the nature of the work performed and the results achieved:
  - Monitoring the Chapter 11 proceeding, including virtual attendance on June 2, 13, 22, 27, 28, 29 and 30 hearings, and reporting on outcome and considering impact on the CCAA recognition proceeding;
  - Communication with the Information Officer appointed by the Ontario Court regarding the status of the Chapter 11 proceeding, pre-trial matters in the Canadian talc-related litigation, and providing comments on its draft second report to the Canadian Court to ensure it correctly reflects the status of the proceeding and the position of the Foreign Representative;
  - Communication with plaintiff counsel regarding talc-related matters and the CCAA automatic stay;
  - Reviewing bar date motion, considering impact on CCAA recognition proceeding and related communication with the Information Officer;
  - Revising and finalizing the supplemental certification and responses to issues and questions raised by the US Trustee in connection with the retention application;
  - Conference call with the US Trustee to discuss any remaining questions; and
  - Preparing monthly fee statements for (i) April 4 to 30, 2023; and (ii) May 2023.

I certify under penalty of perjury that the above is true.

Date: August 18, 2023

/s/ Linc Rogers

Linc Rogers

**Blake, Cassels & Graydon LLP**

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<sup>3</sup> The Retention Order is attached hereto as Exhibit A.